富榮 秘書 服務有限公司

8th Floor, Kailey Tower, 16 Stanley Street, Central, Hong Kong. 香港中環士丹利街十六號騏利大厦八樓 Tel: 2827 1778 • Fax: 2827 4790 • E-mail: fw@fairwind.com.hk 9th Floor, Kailey Tower, 16 Stanley Street, Central, Hong Kong. 香港中環士丹利街十六號騏利大廈九樓

Your Ref:

Our Ref:

S/5411/89

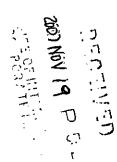
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8th November, 2007

Securities and Exchange Commission, Division of Corporate Finance, Office of International Corporate Finance, Room 3045 (Stop 3-4), 450 Fifth Street, Washington, D.C.20549, United States of America.

SUPPL



Ladies and Gentlemen,

Re:

Starlight International Holdings Limited

("the Company")

Rule 12g3-2(b) Exemption

File No.82-3594

Pursuant to Rule 12g3-2(b)(1)(iii), and on behalf of the Company, enclosed are the documents described on Annex A hereto for your attention.

These documents supplement the information previously provided with respect to the Company's request for exemption under Rule 12g3-2(b), which was established on January 11, 1994.

This information is being furnished with the understanding that such information and documents will not be deemed "filed" with the SEC or otherwise subject to the liabilities of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act"), and that neither this letter nor the Company is subject to the Exchange Act.

Please do not hesitate to contact the undersigned at (852) 2827 4748 in Hong Kong if you have any questions.

Thank you for your attention.

PROCESSED

NOV 2 3 2007

THOMSON FINANCIAL

Yours faithfully,
For and on behalf of
FAIR WIND SECRETARIAL SERVICES
LIMITED

LO Tai Or Director

A NIII2C

Enc.

c.c. the Company

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Annex A to Letter to the SEC dated 8th November, 2007 of Starlight International Holdings Limited

The documents checked below are being furnished to the SEC to supplement information provided with respect to the Company's request for exemption under Rule 12g3-2, which exemption was established on January 11, 1994:-

DESCRIPTION OF DOCUMENT

1. Title : Notification of Repurchases of Company's Shares

Date: 23rd October, 2007

24th October, 2007 25th October, 2007 30th October, 2007 31st October, 2007 1st November, 2007

Entities requiring item: HKSE pursuant to Exchange Listing Agreement.

2. Title: Notification of movement of securities in Hong Kong

Date: 31st October, 2007

Entities requiring item: HKSE pursuant to Exchange Listing Agreement; and

					Preference shares:	please specify:	please specify:	
change of		1778			2.			
ecurities		Tel No.:_28271778	1	Securities:	7			
quity Sourt, 2007	mited	Te		quity s	••			
Monthly Return on Movement of Listed Equity Securities For the month ended 31st October, 2007 To: The Research & Planning Department of The Stock Exchange of Hong Kong Limited	From: Starlight International Holdings Limited (Name of Company)	Mr. Peter Lee Yip Wah (Name of Responsible Official)	5th November, 2007	(A) Information of Types of Listed Equity Securities: (please tick wherever applicable)	1. Ordinary shares	3. Other classes of shares	4. Warrants	
Month! For the TO:	From:		Date:	(¥)		·		

No. of Ordinary shares/Preference Share classes of shares Balance at close of preceding 1,250,000,000 No. of Ordinary shares/Preference Par Value (HK\$) Authorised Share Capital (HK\$) Authorised Share Capital (HK\$) Authorised Share Capital (HK\$) \$0.40	Nil \$0.40
--	------------

(C) Movement in Issued Share Capital:	pital:		
Dalones of alone of monoding	No. of Ordinary shares	No. of Preference shares	No. of other classes of shares
month:	790,767,614	II.X	Nii
Increase/(Decrease) during the month	2,453,714	Nil	Nii
Balance at close of the month:	793,221,328	II.X	Nil

(D) Details of Movement:* please delete and insert "N/A" wherever inapplicable

promote delice direction wiles of mapping	Charles of mapping	2				
	SECURITIES IN ISSUE AT				SECURITIES	IN NO. OF
TYPE OF SECURITIES	CLOSE OF	MOVEME	MOVEMENT DURING THE MONTH	MONTH	IN ISSUE AT	NEW SHARES
	PRECEDING				CLOSE OF THE	ARISING
	MONTH				MONTH	THEREFROM
SHARE OPTIONS*						
Type	No. of Options	Granted	Exercised	Cancelled	No. of Options	
1. Employee share option scheme						
adopted on 12th September, 2002						
Exercise price: HK\$0.86	3,000,000	iz	Nii	ΞZ	3,000,000	
Exercise price: HK\$0.814	200,000	Ziz	ïZ	Ξ̈́Z	200,000	
Exercise price: HK\$0.89	12,440,000	Ë	Z	Nii	12,440,000	
Exercise price: HK\$1.45	2,000,000	ËŽ	ïZ	Nii	2,000,000	
Exercise price: HK\$1.66	200,000	ijŻ	IZ.	Nii	200,000	
Exercise price: HK\$1.72	40,000	ijŻ	ïZ	Nii	40,000	
Exercise price: HK\$1.93	3,000,000	Nil	Nil	Nil	3,000,000	
2. Employee share option scheme						
adopted on	·					
Exercise price: HK\$						
WARRANTS*	Nominal Value				Nominal Value	
Date of Expiry	(HK\$)	:	Exercised (HK\$)		(HK\$)	
Subscription price HK\$						
2.						
Subscription price HK\$						

CONVERTIBLES* Class	Units	Converted (Units) Units	
Convertibles Notes Convertible price: HK\$	N/A	N/A N/A	
OTHER ISSUES OF SHARES*			1
Rights Issue Placing Bonus Issue Scrip Dividend Repurchase of share Redemption of share Consideration issue Others (Please specify)	Price: Price: Price:	Issue and allotment Date: Cancellation Date: October 23, 24, 25, 30 & 31, 2007 (as per board meeting passed) Redemption Date: Issue and allotment Date: Issue and allotment Date:	4,776,214 (2,322,500)

Authorised Signatory:

increased/(decreased) during the month:

Total No. of ordinary shares/preference shares/other classes of shares

2,453,714

Name: Peter Lee-Yip Wah

Title: Secretary

Note:

Remarks:

All information contained in this form may be reproduced and provided to other information vendors or users of market data at the sole discretion of the Stock Exchange without prior notification to the company/issuer.

Form G

	i ie ok		or riorig ra	ong Limited			23 Oct 2007
Dear	Sir,						
Name	e of Co	ompany:			NAL HOLDINGS L with Limited Liabilit		k Code:485)
Desc	ription	of Securities:	Ordinary	Shares			
A.	Purc	chase Report					
We h	ereby	report the follo	wing purci	hases by our com	pany of the above	securities.	
	ading	Seci	ber of rritles hased	Method of Purchase*	Price per Share or Highest Price Paid \$	Lowest Price Paid \$	Total Paid \$
		<u>Chased</u> <u>Purchase*</u> 62,500 On the Exchange		<u>Paid \$</u> 1.54	1.50	1,619,375	
Total 1,062,500		_			1,619,375		
*	Eithe	er on the Exch ngement or by	ange, on general of	another stock exc fer.	change (stating the	e name of the	exchange), by private
В.	Addi	itional Informat	ion for con	npany's whose pri	mary listing is on the	he Exchange	
	1.	Number of su in the year to	ch securiti date (sinc	ies purchased on e ordinary resoluti	the Exchange ion)	(:	a) <u>1,062,500</u>
	2.			al at time ordinary Exchange since o			
		((a)	x 100)		
			790,	767,614	 -		0.1344%

We hereby confirm that t	ihe purchases set out	in A above which	were made on the	Exchange were made in
accordance with the listing	ig rules of the Exchang	ge entitied *Rules (Soverning the Listin	g of Securities" and that
there have been no ma	aterial changes to the	e particulars conta	ained in the Explai	natory Statement dated
31 July 2007	which has	been filed with th	ne Exchange. We	also confirm that any
purchases set out in A a	bove which were mad	le on another stock	k exchange were π	rade in accordance with
the domestic rules applyi	ing to purchases made	on that other exch	ange.	

Yours fait	hfully,		
Signed		 	

Name: LAU Sak Hong, Philip
Director
for and on behalf of
STARLIGHT INTERNATIONAL HOLDINGS LIMITED
(Incorporated in Bermuda with Limited Liability)

Form G

The Lis	ad of the Listin ting Division ock Exchange		Limited			25 Oct 2007	
Dear Sir,							
Name of Co	ompany:			NAL HOLDINGS L ith Limited Liability		k Code:485)	
Description	of Securities:	Ordinary Sha	ires				
A. Pun	chase Report						
We hereby	report the follo	wing purchase	es by our comp	any of the above s	ecurities.		
Trading Day/Date	Sec	nber of urities shased	Method of Purchase*	Price per Share or Highest Price <u>Paid \$</u>	Lowest Price Paid \$	Total <u>Paid \$</u>	
25 Oct 2007 195,000		5,000	On the Exchange	1,54	1.48	295,925	
Total	195	5,000				295,925	
апа	ngement or by	general offer.		change (stating the		exchange), by priv	ate
1.	Number of s	uch securities	purchased on t	he Exchange		a) <u>1,620,000</u>	
2.			at time ordinary resolution change since date of resolution				
	((a) x 1	100)			
		790,767	7,614			0.2	<u>049</u> %

We hereby confirm that the pur	chases set out in A above which were made on the Exchange were made in
accordance with the listing rules	of the Exchange entitled "Rules Governing the Listing of Securities" and that
there have been no material	changes to the particulars contained in the Explanatory Statement dated
_31 July 2007	which has been filed with the Exchange. We also confirm that any purchases
set out in A above which were i	nade on another stock exchange were made in accordance with the domestic
rules applying to purchases ma-	de on that other exchange.

Signed _____

Name: LAU Sak Hong, Philip

Director

for and on behalf of

STARLIGHT INTERNATIONAL HOLDINGS LIMITED

Form G

The	Listing i	Division	g Division of Hong Ko	ng Limited			24 Oct 2007
Dear Si	r,						
Name o	of Compa	ıny:		HT INTERNATION ted in Beπnuda w			k Code:485)
Descrip	tion of S	ecurities:	Ordinary 8	Shares			
A. 1	Purchase	Report					
We her	eby repo	rt the folio	wing purch	ases by our comp	any of the above	securities.	
Tradi <u>Day/D</u>		Seco	ber of urities hased	Method of <u>Purchase</u> *	Price per Share or Highest Price <u>Paid \$</u>	Lowest Price Paid \$	Total <u>Paid \$</u>
24 Oct :	24 Oct 2007 362,500 On the 1.52 1.42 Exchange				541,150		
Tota	ai .	362	,500	-			541,150
			ange, on a general off		hange (stating the	e name of the	e exchange), by private
B. A	Additiona	ıl Informat	ion for com	pany's whose prir	nary listing is on th	ne Exchange	
•				es purchased on t e ordinary resolution		((a) <u>1.425,000</u>
2				al at time ordinary Exchange since d			
	((a)	x 100)		
			790,7	767,614			0.1802%

We hereby cor	nfirm that the pu	rchases set	out in A a	bove which	were made or	the Exchan	ge were r	nade in
accordance wit	th the listing rule	s of the Exc	hange enti	tled "Rules	Governing the	Listing of Se	curities" a	and that
there have be	en no material	changes to	the parti	culars conta	ained in the !	Explanatory	Statemen	t dated
31 July 200	7	_ which h	nas been	filed with t	he Exchange.	We also	confirm th	nat any
purchases set	out in A above v	which were	made on a	another stoc	k exchange w	ere made in	accordar	ice with
the domestic n	ales applying to p	ourchases n	nade on the	at other excl	nange.			

Signed _____

Name: LAU Sak Hong, Philip

Director

for and on behalf of

STARLIGHT INTERNATIONAL HOLDINGS LIMITED

Form G

	The Listing Division The Stock Exchange of Hong Kong Limited					30 Oct 2007
Dear Sir,						
Name of	Company:			NAL HOLDINGS L vith Limited Liability		k Code:485)
Description	on of Securities:	Ordinary 9	Shares			
A. Pu	ırchase Report					
We hereb	y report the foll	owing purch	ases by our comp	pany of the above s	securities.	
Trading <u>Day/Da</u>	g Sec	nber of curities chased	Method of <u>Purchase</u> *	Price per Share or Highest Price <u>Paid</u> \$	Lowest Price <u>Paid \$</u>	Total Paid \$
30 Oct 20	007 33	0,000	On the Exchange	1.54	1.51	503,500
Total	33	0,000	_			503,500
	ther on the Exc rangement or b			change (stating the	e name of the	exchange), by private
B. Ad	dditional Informa	tion for com	npany's whose prii	mary listing is on th	ne Exchange	
1.		Number of such securities purchased on the Exchange in the year to date (since ordinary resolution) (a) 1,950,000				a) <u>1,950,000</u>
2.		of issued share capital at time ordinary resolution assed acquired on the Exchange since date of resolution				
	((a)	x 100)		
		790,	767,614			0.2466%

accordance with the listing rules there have been no material	chases set out in A above which were made on the Exchange were made in of the Exchange entitled "Rules Governing the Listing of Securities" and that changes to the particulars contained in the Explanatory Statement dated which has been filed with the Exchange. We also confirm that any purchases
	nade on another stock exchange were made in accordance with the domestic

Signed _____

Name: LAU Sak Hong, Philip

Director

for and on behalf of

STARLIGHT INTERNATIONAL HOLDINGS LIMITED

Form G

	The Listing Division The Stock Exchange of Hong Kong Limited					,
Dear Sir,						
Name of Compa		IGHT INTERNATIO orated in Bermuda w			k Code:485)	
Description of S	Securities: Ordina	y Shares				
A. Purchas	e Report					
We hereby repo	ort the following pur	chases by our comp	any of the above s	securities.		
Trading <u>Day/Date</u>	Number of Securities <u>Purchased</u>	Method of Purchase*	Price per Share or Highest Price <u>Paid \$</u>	Lowest Price Paid \$	Total <u>Paid \$</u>	
31 Oct 2007 372,500		On the Exchange	1.54	1.50	564,225	
Total	Total 372,500				564,225	
	n the Exchange, o	on another stock exc offer.	change (stating the	e name of the	exchange), by	private
B. Addition	al Information for o	ompany's whose pri	mary listing is on th	ne Exchange		
		rities purchased on nce ordinary resolut		((a) <u>2,322,500</u>	
		pital at time ordinary he Exchange since o				
((a) x 100)			
_	7	90,767,614				<u>0.2937</u> %

accordance with the listing there have been no ma 31 July 2007 set out in A above which	ne purchases set out in A above which were made on the Exchange were made in grules of the Exchange entitled "Rules Governing the Listing of Securities" and that terial changes to the particulars contained in the Explanatory Statement dated which has been filed with the Exchange. We also confirm that any purchases were made on another stock exchange were made in accordance with the domestices made on that other exchange.
	Yours faithfully,

Signed _____

Name: LAU Sak Hong, Philip

Director

for and on behalf of STARLIGHT INTERNATIONAL HOLDINGS LIMITED (Incorporated in Bermuda with Limited Liability)

Form G

	The Listing Division The Stock Exchange of Hong Kong Limited					1 Nov 2007
Dear Sir,						
Name of Com	pany:			NAL HOLDINGS L vith Limited Liability		k Code:485)
Description of	Securities:	Ordinary S	hares			
A. Purcha	se Report					
We hereby re	port the follo	wing purcha	ses by our comp	any of the above s	ecurities.	
Trading <u>Day/Date</u>	Secu	ber of urities hased	Method of <u>Purchase</u> *	Price per Share or Highest Price <u>Paid</u> \$	Lowest Price Paid \$	Total <u>Paid \$</u>
1 Nov 2007	1,20	0,000	On the Exchange	1.52	1.44	1,759,450
Total	1,20	0,000	_			1,759,450
arrang	on the Exchement or by			thange (stating the	name of the	exchange), by private
B. Additio	nal Informat	ion for comp	pany's whose prir	mary listing is on th	e Exchange	
	Number of such securities purchased on the Exchange in the year to date (since ordinary resolution) (a) 3.522.500				a) <u>3,522,500</u>	
	% of issued share capital at time ordinary resolution passed acquired on the Exchange since date of resolution					
((a)	x 100)		
		790,7	67,614			0.44559

We hereby confirm that the pu	rchases set out in A above which were made on the Exchange were made in
accordance with the listing rule	s of the Exchange entitled "Rules Governing the Listing of Securities" and that
there have been no material	changes to the particulars contained in the Explanatory Statement dated
31_July_2007	which has been filed with the Exchange. We also confirm that any purchases
set out in A above which were	made on another stock exchange were made in accordance with the domestic
rules applying to purchases ma	de on that other exchange

Signed _____

Name: LAU Sak Hong, Philip

Director

for and on behalf of

STARLIGHT INTERNATIONAL HOLDINGS LIMITED

